## **EXHIBIT B**

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#### 5TH AVENUE PARTNERS LTD

26 Upper Brook St, London W1K 7QE Tel: (020) 729 76464 Fax: (020) 729 76479 https://www.fave.cp.uk

# Exhibit "HSA" Irrevocable Bank Instruction

To: Jackie Arnuli HSBC Bank Plc 1 South Place London EC2M

We, 5th Avenue Partners Ltd, on behalf of our client, So Kevin and / or Lu Yan Lucy hereby irrevocably instruct you to proceed with the following:

1. Purchase or cause to be purchased Fixed Income Instruments (Assets) in which the Issuers shall have and maintain a current credit rating of Single "A+" or better as evidenced by Standard and Poor's, or equivalent such as Moody's, as directed by undersigned, 5th Avenue Partners Ltd. Execute the re-sale of such herein described Fixed Income Instruments (Assets) as directed by undersigned, 5th Avenue Partners Ltd. Benefits due to the trade shall be disbursed as directed by undersigned, 5th Avenue Partners Ltd, as stated below:

So Kevin and for Lu Yan Lucy shall receive an amount of Fifty Percent (50%) of the "Benefits generated due to each trading Cycle Activities up to the trading amount of Four Times of the approximate Principal Amount of Thirty Million dollars (\$30,000,000.00)". "Benefits generated due to each trading Cycle Activities up to the trading amount of Four Times of the approximate Principal Amount of Thirty Million dollars (\$30,000,000.00)" shall be defined as the differential between Gross Amount of Funds that is utilized to Purchase Fixed Income Instruments (Assets) in which the Issuers shall have and maintain a current credit rating of Single "A+" or better as evidenced by Standard and Poor's, or equivalent such as Moody's and the re-sale of heretopurchased Fixed Income Instruments (Assets) in which the Issuers shall have and maintain a current credit rating of Single "A+" or better as evidenced by Standard and Poor's, or equivalent such as Moody's. Benefits to So Kevin and or Lu Yan Lucy shall be paid without any deductions of Bank fees, other Professional Services fees and Intermediaries (Introducing Parties) fees (if any). Benefits to 5th Avenue Partners Ltd. shall be the rest of the revenue benefits generated and paid with deductions of Bank fees, Professional Services fees and Intermediaries (Introducing Parties) fees (if any). The benefits shall be paid at the 5th Avenue Partners Ltd. Instructions to the accounts as instructed by the 5th Avenue Partners Ltd.

# 5TH AVENUE PARTNERS LTD

26 Upper Brook St, London W1K 7QE Tel: (020) 729 76464 Fax: (020) 729 76479 https://www.5ave.co.uk

- 2. Upon receipt and clearance of the payments for the Fixed Income Instruments (Assets), into this segregated account please proceed with further Purchase of Fixed Income Instruments (Assets) in which the Issuers shall have and maintain a current credit rating of Single "A+" or better as evidenced by Standard and Poor's, or equivalent such as Moody's, as directed by undersigned, 5th Avenue Partners Ltd. Also execute the further re-sale of such hereto described Fixed Income Instruments (Assets) as directed by undersigned, 5th Avenue Partners Ltd. Distribution of revenue benefits shall be as above stated.
- 3. Please ensure that all transactions with regard to Fixed Income Instruments (Assets) and/or corporate bonds shall be settled and cleared through DTC or Euroclear, or Clearstream.
- 4. All counterparties to each Transaction shall be solely comprised of major licensed financial institutions, professional broker-dealers, or other recognized and approved institutional entities.
- 5. Under no circumstances shall Principal amount of funds deposited in the amount of Thirty Million United States Dollars (\$30,000,000.00) be permitted to be withdrawn, unless as stated hereto and for the payment of wire charges (if any).
- 6. All bank fees excluding wire charges shall be paid by undersigned, 5th Avenue Partners Ltd.
- 7. These Irrevocable Instructions shall be valid until the Instruction of Termination and Closing of said account. At the time of Account closure please remit the Principal amount of funds in the amount of Thirty Million United States Dollars (\$30,000,000.00) with deduction of wire charges (if any) to the following Bank account:

Bank:

The Hongkong and Shanghai Banking Corporation Limited

Address:

Convention Plaza HSBC Premier Centre

Shop No. 103 1/F Shopping Arcade Convention Plaza 1

Harbour Road, Wan Chai, Hong Kong

Fax:

2824 1380

Telex:

73205 hsbc hk

Account No: 625-019930

Account

Name:

Mr. So Kevin and Ms. Lu Yan Lucy

### 5TH AVENUE PARTNERS LTD

26 Upper Brook St, London W1K 7QE Tel: (020) 729 76464 Fax: (020) 729 76479 https://www.5ave.co.uk

Sincerely

5th Avenue Partners Ltd

April 11, 2005

CC: So Kevin and Lu Yan Lucy

Receipt Acknowledgement: (Bank)

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5<sup>TH</sup> AVENUE PARTNERS LTD

26 Upper Brock St. London W1K 7QE
Tel: (020) 729 78484 Fex: (020) 729 78479
https://www.seve.co.uk

Name of Bank :

**HSBC** Bank Pic

Address:

1 south Place, The Holleon

London EC2M

SWIFT:

MIDLGB22

Sort Code:

40 OS.45

Account Number:

58847833

Name of Account:

5th Avenue Partners Ltd/ So Kevin/Lu Yan Lucy

REFERENCE:

So Kevin/Lu Yan Lucy

Please note that it is imperative to put the reference on the transfer as without this reference the funds shall be returned.

Thank you